

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

CROSSINGBRIDGE ADVISORS LLC,

Plaintiff,

v.

CARGILL INTERNATIONAL TRADING
PTE LTD.,

Defendant.

Case No. 24-cv-9138 (RA)

**DECLARATION OF TRACEY SALMON-SMITH
IN SUPPORT OF DEFENDANT’S MOTION TO DISMISS**

I, Tracey Salmon-Smith, declare as follows, pursuant to 28 U.S.C. § 1746:

1. I am an attorney at law, duly admitted to practice in the state of New York and in the Southern District of New York.

2. I am a member of the law firm of Faegre Drinker Biddle & Reath LLP (“Faegre Drinker”), counsel of record for Defendant Cargill International Trading Pte Ltd. (“CITPL”) in the above-captioned matter. I make this declaration based on personal knowledge and reasonable investigation.

3. The document attached as **Exhibit A** is a true and correct copy of the Collateral Agency and Intercreditor Agreement (the “Intercreditor Agreement” or “ICA”), dated May 11, 2023.

4. The document attached as **Exhibit B** is a true and correct copy of the Subscription Agreement, dated July 21, 2024.

5. The document attached as **Exhibit C** is a true and correct copy of the Subscription Agreement Amendment, dated September 17, 2024.

6. The document attached as **Exhibit D** is a true and correct copy of Justice Kimmel's October 30, 2023 Endorsement located at [Endorsement of Kimmel J. - Tacora Resources Inc. - 30-OCT-2023.pdf](#) from the public website maintained by FTI Consulting Canada Inc., the court-appointed Monitor of Tacora's CCAA Proceeding, containing the CCAA Proceeding's docket, which is available at <http://cfcanada.fticonsulting.com/tacora/default.htm> (last visited February 5, 2025).

7. The document attached as **Exhibit E** is a true and correct copy of Justice Kimmel's October 10, 2023 Initial Order located at [Initial Order - Tacora Resources Inc. - 10-OCT-2023.pdf](#) from the public website maintained by FTI Consulting Canada Inc., the court-appointed Monitor of Tacora's CCAA Proceeding, containing the CCAA Proceeding's docket, which is available at <http://cfcanada.fticonsulting.com/tacora/default.htm> (last visited February 5, 2025).

8. The document attached as **Exhibit F** is a true and correct copy of the Monitor (FTI Consulting Canada Inc.)'s Fourth Report, dated March 14, 2024, located at [Fourth Report of the Monitor - FTI Consulting Canada Inc - Monitor - 14-MAR-2024.pdf](#) from the public website maintained by FTI Consulting Canada Inc., the court-appointed Monitor of Tacora's CCAA Proceeding, containing the CCAA Proceeding's docket, which is available at <http://cfcanada.fticonsulting.com/tacora/default.htm> (last visited February 5, 2025).

9. The document attached as **Exhibit G** is a true and correct copy of Justice Kimmel's July 26, 2024 Endorsement located at [TACORA RESOURCES INC.\(Re\).CV-23-00707394-00CL - 26-JUL-2024.Endorsement.RVO.Ancillary Order.pdf](#) from the public website maintained by FTI Consulting Canada Inc., the court-appointed Monitor of Tacora's CCAA Proceeding, containing the CCAA Proceeding's docket, which is available at <http://cfcanada.fticonsulting.com/tacora/default.htm> (last visited February 5, 2025).

10. The document attached as **Exhibit H** is a true and correct copy of Justice Kimmel's August 12, 2024 Endorsement located at [Tacora Resources Inc. \(Re\).CV-23-00707394-00CL.Supplementary.Reasons.for.July.26.2024.RVO.Approval.pdf](http://cfcanada.fticonsulting.com/tacora/default.htm) from the public website maintained by FTI Consulting Canada Inc., the court-appointed Monitor of Tacora's CCAA Proceeding, containing the CCAA Proceeding's docket, which is available at <http://cfcanada.fticonsulting.com/tacora/default.htm> (last visited February 5, 2025).

11. The document attached as **Exhibit I** is a true and correct copy of the Monitor's Certificate, dated September 19, 2024, located at [Tacora - Monitor's Certificate \(executed\)\(66103811.2\).pdf](http://cfcanada.fticonsulting.com/tacora/default.htm) from the public website maintained by FTI Consulting Canada Inc., the court-appointed Monitor of Tacora's CCAA Proceeding, containing the CCAA Proceeding's docket, which is available at <http://cfcanada.fticonsulting.com/tacora/default.htm> (last visited February 5, 2025).

12. The document attached as **Exhibit J** is a true and correct copy of Justice Kimmel's October 7, 2024 CCAA Termination Order located at [CCAA Termination Order - 16323715 Canada Inc. - 07-OCT-2024.pdf \(SECURED\)](http://cfcanada.fticonsulting.com/tacora/default.htm) from the public website maintained by FTI Consulting Canada Inc., the court-appointed Monitor of Tacora's CCAA Proceeding, containing the CCAA Proceeding's docket, which is available at <http://cfcanada.fticonsulting.com/tacora/default.htm> (last visited February 5, 2025).

13. The document attached as **Exhibit K** is a true and correct copy of Justice Kimmel's October 7, 2024 Endorsement located at [Endorsement of Justice Kimmel - 16323715 Canada Inc. - 07-OCT-2024.pdf](http://cfcanada.fticonsulting.com/tacora/default.htm) from the public website maintained by FTI Consulting Canada Inc., the court-appointed Monitor of Tacora's CCAA Proceeding, containing the CCAA Proceeding's docket,

which is available at <http://cfcanada.fticonsulting.com/tacora/default.htm> (last visited February 5, 2025).

14. Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge.

Executed this 5th day of February, 2025, in New York, New York.

/s/ Tracey Salmon-Smith

Tracey Salmon-Smith